

CHART A – State Court Petition Claims

Count	Claim	By	Against	Relief Sought	Basis
ONE	Breach of Fiduciary Duties	Original Shareholders and Non-CenturyTel Debenture Holders	CenturyTel Defendants	\$17M	<ul style="list-style-type: none"> Increasing their own interest while wrongfully diluting equity and voting interests of minority. <i>Gentile v. Rossette</i>, 906 A.2d 91 (De. 2006). Transferring control block to person they knew or should have known would harm the minority shareholders. <i>Harris v. Carter</i>, 582 A.2d 222 (Del. Ch. 1990). Engaging in scheme and transactions to deprive the minority shareholders of their rights and interests. <i>Nixon v. Blackwell</i>, 626 A.2d 1366 (Del. 1993). Engaging in a course of dealing that culminated in a squeeze-out. <i>Odyssey Partners v. Fleming Co.</i>, 1998 Del. Ch. LEXIS 40 (1998) (citing <i>In re Tri-Star</i>, 634 A.2d 330 (Del. 1993)). Running down the corporation in order to force out minority shareholders at reduced price. <i>Rhodes v. Silkroad Equity LLC</i>, 2007 Del. Ch. LEXIS 96 (2007) (applying <i>Tooley</i> test).
TWO	Breach of Fiduciary Duties	All Plaintiffs	Kubbernus Defendants	\$32M	<ul style="list-style-type: none"> Increasing their own interest while wrongfully diluting equity and voting interests of minority. <i>Gentile v. Rossette</i>, 906 A.2d 91 (De. 2006). Transferring control block to person they knew or should have known would harm the minority shareholders. <i>Harris v. Carter</i>, 582 A.2d 222 (Del. Ch. 1990). Engaging in scheme and transactions to deprive the minority shareholders of their rights and interests. <i>Nixon v. Blackwell</i>, 626 A.2d 1366 (Del. 1993). Engaging in a course of dealing that culminated in a squeeze-out. <i>Odyssey Partners v. Fleming Co.</i>, 1998 Del. Ch. LEXIS 40 (1998) (citing <i>In re Tri-Star</i>, 634 A.2d 330 (Del. 1993)).

					<ul style="list-style-type: none"> Running down the corporation in order to force out minority shareholders at reduced price. <i>Rhodes v. Silkroad Equity LLC</i>, 2007 Del. Ch. LEXIS 96 (2007) (applying <i>Tooley</i> test).
THREE	Breach of Fiduciary Duties	ClearSky Investors	Kubbernus Defendants and Wilson Vukelich	\$7M	<ul style="list-style-type: none"> Misappropriation and co-mingling of funds, never giving ClearSky its interest in SkyComm, engaging in scheme and transactions to deprive the minority shareholders of their rights and interests. <i>Nixon v. Blackwell</i>, 626 A.2d 1366 (Del. 1993).
FOUR	Breach of Fiduciary Duty	ClearSky Investors	Wilson Vukelich	\$7M	<ul style="list-style-type: none"> Failing to assure that funds were used to acquire good title to interests ClearSky was entitled to in SkyComm, failing to ensure that escrow funds were properly dispersed, and allowing co-mingling of funds. <i>Nixon v. Blackwell</i>, 626 A.2d 1366 (Del. 1993).
FIVE	Oppression	Original Shareholders and Non-CenturyTel Debenture Holders	CenturyTel Defendants	\$17M	<ul style="list-style-type: none"> Pattern of oppressive behavior that defeated the reasonable expectations of minority shareholders of SkyComm. <i>Redmon v. Griffith</i>, 202 SW 3d 225 (Tex. App.—Tyler [12th] 2006). <i>Davis v. Sheerin</i>, 754 S.W.2d 375, 383 (Tex. App.—Houston 1988, writ denied).
SIX	Oppression	All Plaintiffs	Kubbernus Defendants	\$32M	<ul style="list-style-type: none"> Pattern of oppressive behavior that defeated the reasonable expectations of minority shareholders of SkyComm. <i>Redmon v. Griffith</i>, 202 SW 3d 225 (Tex. App.—Tyler [12th] 2006). <i>Davis v. Sheerin</i>, 754 S.W.2d 375, 383 (Tex. App.—Houston 1988, writ denied).
SEVEN	Common Law Fraud	All Plaintiffs	All Defendants	\$32M	<ul style="list-style-type: none"> Omissions of material fact with regard to the FCC applications and misrepresentations regarding the FCC applications that induced investors to invest. Misrepresentations regarding conversion of debentures that induced non-CenturyTel holders convert. Misrepresentations and omission to the ClearSky Investors inducing ClearSky investors to invest in ClearSky.

EIGHT	Breach of Duty of Care; Negligence	ClearSky Investors and Additional Investors	CenturyTel Defendants	\$15M	<ul style="list-style-type: none"> Negligently hurting ClearSky Investors and Additional Investors by transferring control of SkyComm to stock fraudster. <i>Harris v. Carter</i>, 582 A.2d 222 (Del. Ch. 1990).
NINE	Negligent Misrepresentation	All Plaintiffs	CenturyTel Defendants	\$32M	<ul style="list-style-type: none"> Negligently making misrepresentations and omissions regarding FCC applications. <i>Geosearch v. Howell Petroleum</i>, 819 F.2d 521 (5th Cir. 1987)
TEN	Violations of the Texas Securities Act	Non-CenturyTel Debenture Holders, ClearSky Investors and Additional Investors	All Defendants	\$17M	<ul style="list-style-type: none"> Misrepresentations and omissions regarding FCC applications, inducing Additional Investors, non-CenturyTel Debenture Holders, ClearSky Investors to invest in SkyPort. CTL aiding and abetting. Tex. Rev. Civ. Stat. Ann. Art. 581-33A(2) and Tex. Rev. Civ. Stat. Ann. Art. 581-33F(2).
ELEVEN	Violations of Texas Business and Commerce Code 27.01	Non-CenturyTel Debenture Holders, ClearSky Investors and Additional Investors	All Defendants	\$17M	<ul style="list-style-type: none"> Misrepresentations and omissions regarding FCC applications. Misrepresentations that all debentures would be converted. of Texas Business and Commerce Code 27.01
TWELVE	Civil Conspiracy	All Plaintiffs	All Defendants	\$32M	<ul style="list-style-type: none"> Conspiring to do all of the above.
THIRTEEN	Aiding and Abetting	All Plaintiffs	CenturyTel Defendants	\$32M	<ul style="list-style-type: none"> Aiding and Abetting the Kubbernus Defendants in all of the relevant claims above.
FOURTEEN	Breach of Contract and Rescission	ClearSky Investors and Additional Investors	Kubbernus Defendants	\$15M	<ul style="list-style-type: none"> Failing to Transfer interest to ClearSky as provide for in LPA.
FIFTEEN	Breach of Fiduciary Duty and Malpractice	ClearSky Investors Derivatively on behalf of ClearSky	Wilson Vukelich and Kubbernus Defendants	\$15M	<ul style="list-style-type: none"> Derivative claim on for all acts above relating to Kubbernus Defendants and Wilson Vukelich in breaching their fiduciary and contractual obligations in connection to the ClearSky Partnership.